<u>IN THE SPECIFICATION</u>

Please replace the paragraph that bridges pp. 12 and 13 of the specification with the following amended paragraph:

The MOS transistor MY is connected to a drain terminal of the reference cell <u>RC</u> ~~RCV~~ that is controlled by an Xref signal. The reference cell RC is a non-volatile transistor that is equivalent to one of many non-volatile transistors of memory cells arranged in the memory cell array 31. Generally, each non-volatile transistor arranged in the memory cell array 31 is constituted with characteristic equivalent to each other in terms of transistor characteristic. Therefore, a reference cell RC can be constituted with only one non-volatile transistor. Here, an Xref signal may be a signal activated in response to data-readout, similar to a Yref signal and a Zref signal or may be a fixed voltage signal such as power source voltage VCC.

Please replace the paragraph that bridges pp. 16 and 17 of the specification with the following amended paragraph:

In case the memory cells and reference cell are structured with voltage control transistors such as MOS transistors or the like, bias voltage of the transistors fluctuate depending on source current flowing through source resistance and as a result, operational characteristic such as voltage-current characteristic or the like may change. However, since the first load depending on source resistance of a memory cell is connected to a source terminal of a reference cell, there can be <u>established</u> ~~establish~~

(10/614,066)

relativity between fluctuation quantity of bias voltage to a memory cell and that of bias voltage to a reference cell.